



RAIL TRANSPORT GROUP

Law Department

RECORDATION NO. 13239/B Filed & Recorded

OCT 8 1986 10 30 AM

INTERSTATE COMMERCE COMMISSION

500 Water Street
Jacksonville, FL 32202
(904) 359-3100
Writer's direct telephone line:
(904) 359-3674

September 29, 1986

Ms. Mildred Lee
Recordation Section
Interstate Commerce Commission
12th & Constitution, N. W.
Washington, DC 20423

10/5/86
10.00
ICC Washington, D. C.

Dear Ms. Lee:

I enclose two signed counterparts of the document described below to be recorded pursuant to Section 11303 of Title 49 of the U. S. Code.

The document is a Supplement dated as of September 1, 1986, and supplemental to a Leasing Agreement dated September 18, 1981.

The primary document to which this Supplement is connected is recorded under Recordation No. 13239.

The names and addresses of the parties to the Leases are as follows:

CSX Transportation, Inc.
500 Water Street
Jacksonville, Florida 32202

Lloyds International Leasing, Limited
40-66 Queen Victoria Street
London EC4P4EL
England

A check in the amount of \$10.00 is enclosed to cover the recordation fee.

Please return a recorded counterpart of each one to:

Mr. Edward C. Tannen
General Attorney
CSX Transportation, Inc.
500 Water Street
Jacksonville, Florida 32202

Ms. Mildred Lee
September 29, 1986
Page Two

A short summary of the document to appear in
the index follows:

Adds seven (7) 100-ton XL boxcars bearing road numbers L&N 104711, 104714, 104716, SBD 165014, 165016, 165018 and 165019.

Yours very truly,


Edward C. Tannen
General Attorney

Interstate Commerce Commission
Washington, D.C. 20423

OFFICE OF THE SECRETARY

10/8/86

Edward C. Tannen
Gen. Atty.
CSX Transportation, Inc.
500 Water Street
Jacksonville, Florida 32202

Dear Sir:

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on 10/8/86 at 10:30am, and assigned re-
recording number(s) 13239-B & 13240-C

Sincerely yours,

Noreta R. McGee
Secretary

Enclosure(s)

SE-30
(7/79)

RECORDATION NO 13239/B

Filed & Recorded

SUPPLEMENT

OCT 8 1986 10-30 AM

INTERSTATE COMMERCE COMMISSION

SUPPLEMENT, made this 1st day of September, 1986, to Leasing Agreement dated as of September 18, 1981, between Lloyds International Leasing Limited ("Lessor") and CSX Transportation, Inc. ("Lessee"), successor corporation to Louisville and Nashville Railroad Company.

WHEREAS, Lessor and Lessee have entered into the above-mentioned Leasing Agreement, which was filed with the Interstate Commerce Commission on September 18, 1981, and assigned Recordation Number 13239; and

WHEREAS, cars bearing road numbers L&N551718, 551726, 551759, 551784, 551938, 551939, and 552018, which were subject to said Leasing Agreement, were destroyed and declared a casualty; and

WHEREAS, the Lessor and Lessee desire to include additional equipment in substitution for the destroyed equipment;

NOW, THEREFORE, the Lessor and Lessee do hereby agree that seven (7) boxcars, bearing road number L&N104711, 104714 and 104716 and SBD165014, 165016, 165018 and 165019, which has been sold by the Lessee to the Lessor pursuant to a Bill of Sale which is attached hereto as Exhibit "A", shall be leased by the Lessor to the Lessee in accordance with the terms and conditions of the Leasing Agreement dated as of September 18, 1981.

IN WITNESS WHEREAS, the Lessee has executed this instrument as of the date first above written.

CSX TRANSPORTATION, INC.

By:

H. L. Snyder
Vice President-CSX Rail
Transport

ATTEST:

David M. Yarnwood
Assistant Secretary

[Corporate Seal]

STATE OF FLORIDA)
)
COUNTY OF DUVAL)

On this 30th of September, 1986, before me personally appeared H. L. Snyder, to me personally known, who, being by me duly sworn, says that he is Vice President-CSX Rail Transport of CSX Transportation, Inc.; that one of the seals affixed to the foregoing instrument is the corporate seal of said corporation; that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors; and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Burda L. Kelly
Notary Public

My commission expires:

NOTARY PUBLIC, STATE OF FLORIDA
My commission expires Oct. 5, 1989
Bonded thru Patterson - Becht Agency

[Notarial Seal]

BILL OF SALE

To Purchaser: Lloyds International Leasing, Limited
 40-66 Queen Victoria Street
 London EC4P4EL
 England

CSX Transportation, Inc. ("Seller"), in consideration of the payment of the sum of One Dollar (\$1.00) and other good and valuable consideration, the receipt of which is hereby acknowledged, sells and transfers to you, as purchaser named above, all of Seller's right, title and interest in and to seven (7) 100-ton boxcars bearing road numbers L&N104711, 104714 and 104716 and SBD165014, 165016, 165018 and 165019 (the "Equipment"), to have and to hold the same unto you, your successors and assigns forever.

Warranties

The Seller warrants that the Seller has not done, or knowingly suffered to be done, anything whereby the Equipment has been encumbered in any way whatsoever.

IN WITNESS WHEREOF, Seller has caused this instrument to be executed in its name by a duly authorized representative, this 30th day of September, 1986.

CSX TRANSPORTATION, INC.

By: *A. H. Snyder*

Title: Vice President
CSX Rail Transport

[Corporate Seal]